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March 10, 2000

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: **Scoles, Inc.**

Dear Sir/Madam:

Enclosed is an original and one (1) copy each of the Articles of Incorporation, and Certificate of Designation Registered Agent/Registered Office.

Pursuant to Section 607.0123 Florida Statutes, effective date of said Corporation shall be March 15, 2000.

Enclosed also is a check in the amount of \$122.50 for the following:

- Filing of the two (2) above mentioned documents \$70.00

Sincerely,

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-03/14/00--01022--005
*****70.00 *****70.00

John C. Scoles
John C. Scoles
Registered Agent
536 Edmund Street
Punta Gorda, Florida 33950
Telephone number: 941-637-1920

Articles of Incorporation

of

Scoles, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Pursuant to Section 607.0123 Florida Statutes, effective date of said Corporation shall be 12:01 a.m., March 15, 2000.

ARTICLE I - Name

The name of the Corporation shall be:

Scoles, Inc.

The address of the principal office of this corporation shall be:

536 Edmund Street
Punta Gorda, Florida 33950

and the mailing address of the corporation shall be the same.

ARTICLE II - Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 (One Thousand) shares of common stock having \$1.00 par value per share.

ARTICLE IV - Initial Registered Agent and Street Address

The name of the initial registered agent of the corporation is:

John C. Scoles

and the street address of the initial registered office of the corporation shall be:

536 Edmund Street
Punta Gorda, Florida 33950

ARTICLE V - Term of Existence

Pursuant to Section 607.0123 Florida Statutes, effective date of said Corporation shall be 12:01 a.m., March 15, 2000.

This corporation is to exist perpetually.

ARTICLE VI - Incorporator(s)

The name and street address of the incorporator(s) to these Articles of Incorporation is:

John C. Scoles
536 Edmund Street
Punta Gorda, Florida 33950

ARTICLE VII - Initial Directors

The initial directors' names and addresses for the corporation:

Directors

John C. Scoles
536 Edmund Street
Punta Gorda, Florida 33950

and

Monique P. Scoles
536 Edmund Street
Punta Gorda, Florida 33950

President

John C. Scoles
536 Edmund Street
Punta Gorda, Florida 33950

Vice President

John C. Scoles II
536 Edmund Street
Punta Gorda, Florida 33950

Secretary/Treasurer

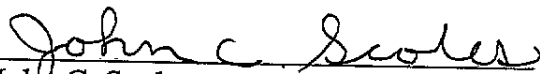
Monique P. Scoles
536 Edmund Street
Punta Gorda, Florida 33950

ARTICLE VIII - Purpose of the Corporation

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IX - Management and Regulations

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of March, 2000.


John C. Scoles

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered agent/registered office, in the State of Florida.

1. The name of the corporation is:

Scoles, Inc.

2. The name, address and phone number of the registered agent and office is:

John C. Scoles
536 Edmund Street
Punta Gorda, Florida 33950

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Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: March 10, 2000

John C. Scoles
John C. Scoles